



February 28, 2006
Via Overnight Delivery

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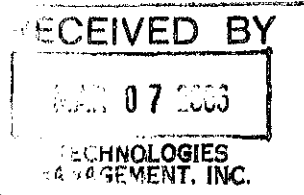
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210 N. Park Ave.
Winter Park, FL
32789

P.O. Drawer 200
Winter Park, FL
32790-0200

Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

Ms. Marlene H. Dortch, FCC Secretary
Federal Communications Commission
c/o Mellon Bank
Post Office Box 358145
Pittsburgh, PA 15251-5145



RE: In the Matter of the Joint Application of Access Integrated Networks, Inc. and Trinsic Communications, Inc., for Authority pursuant to Section 214 of the Communications Act of 1934, as Amended, to Transfer Certain Customers of an Authorized Domestic and International Carrier.

Dear Ms. Dortch:

Enclosed for filing please find one (1) original and one (1) copy of the Combined Petition for Transfer of Control submitted on behalf of Access Integrated Networks, Inc. ("AIN") and Trinsic Communications, Inc. ("Trinsic") along with the required filing fee of \$895.00.

Questions or instructions pertaining to this transaction should be directed to my attention at (407) 740-3004 or morton@tminc.com.

Please acknowledge receipt of this filing by returning, file-stamped, the extra copy of this cover letter in the self-addressed, stamped envelope enclosed for this purpose.

Sincerely,

Robin Norton, Consultant to
Access Integrated Networks, Inc.

RN/bc

Enclosures

cc: Sharyl Fowler - AIN
cc: Michael Reith - Trinsic
file: AIN - FCC - Domestic
tms: FCCX0602

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION

Approved by OMB
3060-0589
Page No. ____ of ____

(1) LOCKBOX #	REMITTANCE ADVICE		SPECIAL USE FCC USE ONLY
SECTION A - PAYER INFORMATION			
(2) PAYER NAME (If paying by credit card, enter name exactly as it appears on your card) TECHNOLOGIES MANAGEMENT, INC.		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$895.00	
(4) STREET ADDRESS LINE NO. 1 210 NORTH PARK AVENUE			
(5) STREET ADDRESS LINE NO. 2			
(6) CITY WINTER PARK		(7) STATE FLORIDA	(8) ZIP CODE 32789
(9) DAYTIME TELEPHONE NUMBER (Include area code) 407-740-8575		(10) COUNTRY CODE (If not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED			
(11) PAYER (FRN) 0005-0215-06		(12) FCC USE ONLY	
IF MORE THAN ONE APPLICATION, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(13) APPLICATION NAME ACCESS INTEGRATED NETWORKS, INC.			
(14) STREET ADDRESS LINE NO. 1 4885 RIVERSIDE DRIVE			
(15) STREET ADDRESS LINE NO. 2 SUITE 304			
(16) CITY MACON		(17) STATE GEORGIA	(18) ZIP CODE 31210
(19) DAYTIME TELEPHONE NUMBER (Include area code) 478-475-9800		(20) COUNTRY CODE (If not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0005-0443-75		(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE \$895.00	FCC USE ONLY	
(28A) FCC CODE 1	(29A) FCC CODE 2		
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1	(29B) FCC CODE 2		
SECTION D - CERTIFICATION			
CERTIFICATION STATEMENT I, <u>Robin Norton, Consultant to Access Integrated Networks, Inc.</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.			
SIGNATURE _____		DATE: <u>February 28, 2006</u>	
SECTION E - CREDIT CARD PAYMENT INFORMATION			
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____			
ACCOUNT NUMBER _____		EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s) / authorization herein described.			
SIGNATURE _____		DATE _____	

In the Matter of the Joint Application of)
Access Integrated Networks, Inc. and)
Trinsic Communications, Inc.,)
for Authority pursuant to Section 214 of the)
Communications Act of 1934, as Amended,)
to Transfer Certain Customers of an)
Authorized Domestic and International)
Carrier)

Docket No. _____

DOMESTIC AND INTERNATIONAL 214 TRANSFER OF CONTROL APPLICATION

I. INTRODUCTION

Access Integrated Networks, Inc. ("AIN" or "Transferee") and Trinsic Communications, Inc. ("Trinsic" or "Transferor") (together "Applicants"), pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. Section 214, and Sections 63.03, 63.04(a), and 63.18 of the Commission's Rules, 47 C.F.R. Sections 63.03, 63.04(a), and 63.18, hereby request authority to enable AIN to acquire certain customers of Trinsic. The proposed transaction will not result in a loss or impairment of service to Trinsic customers that would be affected by the proposed transaction. This application is therefore submitted as a streamlined transfer of control pursuant to Section 63.03 and 63.18 of the Commission's rules.

II. SUMMARY OF THE PROPOSED TRANSACTION

AIN is a Georgia-based local exchange and long distance carrier. AIN is certified to provide local and long distance service in nine states¹. AIN also has international Section 214 global resale authority pursuant to FCC rules (ITC-214-19970926-00584).

Trinsic is a Florida-based local exchange and long distance carrier. Trinsic is registered, licensed or otherwise authorized to provide local and long distance services nationwide. Trinsic also has international Section 214 global resale authority pursuant to FCC rules (ITC-214-19980507-00300), and will retain this authority following the transaction.

Applicants have entered into an Asset Purchase Agreement whereby AIN will generally acquire Trinsic's residential and small-to-medium business customers in nine states. Following the transaction, these customers will be served by AIN. The proposed transfer is subject to certain state required

¹ The states in which AIN operates are Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, and Tennessee.

notifications and/or approvals. Applicants emphasize that the transition of Trinsic's residential and small-to-medium sized business customers will be seamless and virtually transparent to the affected customers. Following the transfer, AIN will provide long distance and/or local exchange service under the same rates, terms and conditions as the customers currently receive from Trinsic. Trinsic's customers will not incur any charges as a result of the change in service provider from Trinsic to AIN.

In accordance with state and Commission rules, Applicants are providing or have provided written notice to affected Trinsic customers informing them of the proposed transaction. Service to these customers will not be transferred until the requisite regulatory approvals have been obtained. In addition, Trinsic has filed with the Commission the notice and certification required by Section 64.1120(e) of the Commission's rules. Applicants seek to consummate the proposed transaction on an expedited basis so that AIN may integrate the acquired customers into its existing business in an orderly fashion, and at the same time expand its presence in the regional market which it serves.

III. ADDITIONAL INFORMATION REQUIRED BY SECTIONS §63.04 & §63.18 (h)-(p)

In support of this Application, Applicants provide the following summary information pursuant to §63.04 and §63.18 (h)-(p) of the Commission's rules:

a) Contact Information

Transferor: Trinsic Communications, Inc. f/k/a Z-Tel Communications, Inc.
601 South Harbour Island Boulevard, Suite 220
Tampa, Florida 33602
Telephone: 813-273-6261
Facsimile: 813-273-6861
FRN: 0004-3283-32

Transferee: Access Integrated Networks, Inc.
4885 Riverside Drive, Ste 304
Macon, GA 31210
Telephone: 478- 475-9800
Facsimile: 478-475-9988
FRN: 0005-0443-75

b) State of Incorporation

Transferor: Trinsic is incorporated under the laws of the state of Delaware.

Transferee: AIN is incorporated under the laws of the state of Georgia.

c) Contact persons for this Application

Questions concerning this application may be directed to:

Robin Norton
Technologies Management, Inc.
210 N. Park Avenue
Winter Park, Florida 32789
Telephone: 407-740-3004
Facsimile: 407-740-0613
E-mail: rmorton@tminc.com

with a copy to: Michael Reith, Vice President, Industry Policy
Trinsic Communications, Inc.
601 South Harbour Island Boulevard, Suite 220
Tampa, Florida 33602
Telephone: 813-273-6261
Facsimile: 813-273-6861
E-mail: mreith@trinsic.com

and: Sharyl Fowler, Senior Regulatory Analyst
Access Integrated Networks, Inc.
4885 Riverside Drive, Ste 304
Macon, GA 31210
Telephone: 478-475-9800
Facsimile: 478-475-9988
E-mail: sharyl.fowler@accesscomm.com

d) Equity Ownership

The following individuals directly own ten percent or more of Petitioners.

AIN is wholly owned by Access Investors, LLC, a venture capital enterprise, which in turn is owned 100% by Holcombe Green and R. Kirby Godsey, both United States citizens, and who may be reached at One Buckhead Plaza, 3060 Peachtree St, NW, Suite 1060, Atlanta, GA 30305.

Trinsic is a wholly owned subsidiary of Trinsic, Inc., a U.S. company. Trinsic, Inc. is 74% owned by the 1818 Fund III, L.P. ("1818 Fund"). The 1818 Fund is managed by Brown Brothers Harriman & Company ("Brown Brothers"), a U.S. company. Brown Brothers is managed by two partners, Michael Long and Larry Tucker, both U.S. citizens whose primary business is venture capital, and who may be reached at 140 Broadway, New York, New York 10005.

e) Certification

AIN and Trinsic each certify pursuant to Sections 1.2001 through 1.2003 of the Commission's rules that no party to this Application is subject to a denial of Federal benefits, as provided in the Anti-Drug Abuse Act of 1988, 21 U.S.C. §3301.

f) Geographic Areas Served

AIN is certified to provide local and long distance service in nine states. Trinsic is registered, licensed or otherwise authorized to provide local exchange and long distance services nationwide.

g) Streamlined Treatment

Applicants submit that the proposed transaction would result in AIN's market share in the local and long distance market to be substantially less than ten percent. AIN provides competitive telecommunications and exchange access services exclusively in geographic areas served by a dominant local exchange carrier that is not a party to this transaction. Neither applicant is dominant with respect to any service. Therefore, this Application presumptively qualifies for streamlined processing pursuant to Section 63.03(b)(2)(i) of the Commission's rules.

h) Related FCC applications

None.

i) Special Consideration

None.

j) Waiver Requests

Applicants have not filed any waiver requests in conjunction with the proposed transaction.

k) Public Interest Considerations

The proposed transaction will serve the public interest by ensuring no interruption of service or inconvenience to the affected customers, and the affected customers will receive the same rates, terms and conditions of service backed by the support services of AIN, a growing and highly competitive carrier. Because AIN will provide service to Trinsic's former customers at the same rates, terms and conditions of service as they currently receive from Trinsic, the transaction will be virtually transparent to Trinsic's

customers in terms of the service they receive. Moreover, as set forth above, Applicants have provided or will provide written notice of the proposed transaction to ensure that Trinsic customers will understand how the proposed change in service providers will affect them.

I) Additional information Required by §63.18 (h)-(p)

- (h) AIN certifies that there exist no interlocking directorates with any foreign carrier.
- (i) AIN certifies that it is not a foreign carrier, nor is it affiliated with nor does it control a foreign carrier as defined in Section 63.09(d), in any destination market.
- (j) AIN does not seek to modify its current international authority with this customer base transfer. AIN is not a foreign carrier in any country; does not control a foreign carrier in any country; and no 25 percent or more owner of AIN controls a foreign carrier in any country.
- (k) Not applicable.
- (l) Not applicable.
- (m) Not applicable.
- (n) AIN certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route, where the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market, and will not enter into such agreements in the future.
- (o) AIN certifies that neither AIN nor any party to this application is subject to a denial of Federal benefits, as provided in the Anti-Drug Abuse Act of 1988, 21 U.S.C. 853a.
- (p) AIN requests streamlined processing of this application pursuant to Section 63.12. In support of this request, AIN states that it is not affiliated with a foreign carrier in a destination market, is not affiliated with a dominant U.S. carrier whose international switched or private line services it plans to resell, nor does it seek authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines.

For these reasons, the grant of this Application is consistent with the public interest.

Respectfully Submitted,

By: _____

Robin Norton,
Consultant to Access Integrated Networks, Inc.

Dated: February 27, 2006

VERIFICATION

STATE OF GEORGIA
COUNTY OF BIBB

I, Vincent M. Oddo, being first duly sworn, do hereby certify, depose and state that I am President/Chief Executive Officer for Access Integrated Networks, Inc. and that I am authorized to make this verification on behalf of Access Integrated Networks, Inc.; that I have read the foregoing Petition; and that the facts stated therein are true and correct to the best of my knowledge, information and belief.

Vincent M. Oddo
President/Chief Executive Officer
Access Integrated Networks, Inc.

Subscribed and sworn to before me, a Notary Public, this _____ day of _____ 2006

Notary Public

My Commission expires: _____

*Joint Petition for Authority to Transfer Control
Access Integrated networks, Inc and
Trinsic Communications, Inc.*

VERIFICATION

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, Donald Davis, being first duly sworn, do hereby certify, depose and state that I am Senior Vice President – Corporate Matters of Trinsic Communications, Inc., and that I am authorized to make this verification on behalf of Trinsic Communications, Inc.; that I have read the foregoing Petition; and that the facts stated therein are true and correct to the best of my knowledge, information and belief.

Donald Davis
Sr. VP Corporate Matters
Trinsic Communications, Inc.

Subscribed and sworn to before me, a Notary Public, this _____ day of _____ 2006.

Notary Public

My Commission expires: _____